ATTENTION

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption state exemption unless such exemption is predicated on the filing of a federal notice.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549



RECEIVED JUL 2 9 2005

FORM D

NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D. **SECTION 4(6), AND/OR** UNIFORM LIMITED OFFERING EXEMPTRACE DATE RECEIVED

SEC USE ONLY Prefix Serial

AUG 02 2005

Name of C	Offering ([]	check if th	is is an	amendmen	t and	name	has c	hanged	, and	indi	cate (change	.)
-----------	---------------	-------------	----------	----------	-------	------	-------	--------	-------	------	--------	--------	----

Filing Under (Check box(es) that apply):

[] Rule 504 [] Rule 505 [X] Rule 506 [X] Section 4(6) [X] ULOE

Type of Filing: [X] New Filing [] Amendment

A. BASIC IDENTIFICATION DATA

1. Enter the information requested about the issuer: WorldWide Internet, Inc.

Name of Issuer ([] check if this is an amendment and name has changed, and indicate change.)

Address of Executive Offices

(Number and Street, City, State, Zip Code)

Telephone

Number (Including Area Code) 1212 N. Washington, Ste 303, Spokane, WA 99201 509-624-3935

Address of Principal Business Operations (Number and Street, City, State, Zip Code) Telephone Number (Including Area Code)

(if different from Executive Offices)

SAME AS ABOVE

Brief Description of Business

Type of Business Organiz	ation
[X] corporation	[] limited partnership, already formed [] other (please specify):
[] business trust	[] limited partnership, to be formed
	Month Year
Actual or Estimated Date	f Incorporation or Organization: [0]7] [0]1] [X] Actual [] Estimated
Jurisdiction of Incorporation	n or Organization: (Enter two-letter U.S. Postal Service abbreviation for State: CN for Canada; FN for other foreign jurisdiction) [W][A]

GENERAL INSTRUCTIONS

Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When to File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix in the notice constitutes a part of this notice and must be completed.

A. BASIC IDENTIFICATION DATA

- 2. Enter the information requested for the following:
 - Each promoter of the issuer, if the issuer has been organized within the past five years;
 - Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer;
 - Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and
 - Each general and managing partner of partnership issuers.

Check Box(es) that Apply:	[X] Promoter [X] Benefic Owner	- -	[X] Director	[] General and/o Managing Partner
Full Name (Last nam	e first, if individual) Miller,	Jeffrey A		and the second s
Business or Resident 303, Spokane WA 9	ce Address (Number and S 9201	Street, City, State, Zip C	ode) 1212 N. Was	hington Ste
Check Box(es) that Apply:	[X] Promoter [X] Benefic Owner	cial [X] Executive Officer	[X] Director [] General and/or Managing Partner
Full Name (Last nam	e first, if individual) McDo v	well, Darrell G	······················	
Business or Resident 303, Spokane WA 9	ce Address (Number and 9 9201	Street, City, State, Zip C	ode) 1212 N. Was	hington Ste
Check Box(es) that Apply:	[] Promoter [X] Benefic Owner	- · · · · · · · · · · · · · · · · · · ·	[] Director [] General and/or Managing Partner
Full Name (Last nam	e first, if individual) McDo v	well, Mark		
Business or Resident 303, Spokane WA 9	ce Address (Number and 9 9201	Street, City, State, Zip C	ode) 1212 N. Was	hington Ste
Check Box(es) that Apply:	[] Promoter [X] Benefic Owner	cial [X] Executive Officer	[X] Director [] General and/or Managing Partner
Full Name (Last nam	e first, if individual) Drenn	an, Norman		
Business or Residen	ce Address (Number and	Street, City, State, Zip C	ode) 1 Maslow, Ir	vine, CA 92620
Check Box(es) that Apply:	[] Promoter [X] Benefic Owner	cial [X] Executive Officer	[X] Director [] General and/or Managing Partner
Full Name (Last nam	e first if individual) Rondo	no Robert		

	ess or Re egas, N\		Address	(Numbe	er and Str	eet, City	, State,	Zip Co	de) 3888 '	West Sa	hara, #	130,	,
Check Apply:	Box(es)	that	[]Prom		Beneficial Owner	[] Exec Office		[] Dir	ector[]	Genera Managi Partner	ing	nd/or
Full N	ame (Las	st name f	irst, if in	dividual)									
Busin	ess or Re	sidence	Address	(Numbe	er and Str	eet, City	, State,	Zip Co	de)				
Check Box(es) that [] Promoter [] Beneficial [] Executive [] Director [] General Apply: Owner Officer Managing Partner								ing	nd/or				
Full N	ame (Las	st name f	irst, if in	dividual)			***************************************			 			5
Busin	ess or Re	sidence	Address	(Numbe	er and Str	eet, City	, State,	Zip Co	de)				
	(Use	blank sl	heet, or	copy ar	nd use ad	ditiona	copies	of this	sheet, a	s necess	sary.)		
	Q		i 	B. INF	ORMATIC	N ABO	UT OF	FERING				×	
	s the issu	er sold, e	or does	the issue	er intend to	o sell, to	non-ac	credited	investor	s in this	Ye [_	No [X
					Appendix			_					
2. Wh	at is the	minimum	investr	ent that	will be ac	cepted	from an	y individ	luai?	······································		0,00	
3. Do	es the off	ering per	mit joint	owners	nip of a sir	ngle uni	t?	•••••			Υe [No [
direct conne perso the na	ly or indir ection with n or ager ame of the	ectly, and h sales of h of a broker e broker	y commi f securit oker or c or deale	ssion or ies in the lealer re r. If more	ach person similar ren e offering. gistered w e than five may set fo	munera If a per ith the s (5) per	tion for son to b SEC and sons to	solicitati e listed d/or with be liste	ion of pure is an asse a state of d are asse	chasers i ociated or states, ociated	n list		
Full N	ame (Las	st name f	irst, if in	dividual)	Bondono	o, Robe	rt						
	ess or Re ' egas, N		Address	s (Numb	er and Str	eet, City	, State	, Zip Co	de) 3888	West Sa	hara, #	130	,
Name	of Assoc	ciated Br	oker or l	Dealer									
States	s in Whic	h Person	Listed I	Has Solid	cited or Inf	tends to	Solicit	Purchas	sers				
					ual States					[]	All St	ates	3
[AL]	[AK] X	[AZ]X	[AR]	[CA]X	[CO]	[CT]	[DE]	[DC]	[FL]X	[GA] X	[HI]	[]	D]
[IL] [MT]	[IN] [NE]	[IA] [NV] X	[KS] [NH]	[KY] [NJ]	[LA] [NM] X	[ME] [NY]	[MD] [NC]	[MA] [ND]	[MI] X [OH] X	[MN] [OK]	[MS] [OR]		MO] PA]

[RI]	[SC]	[SD]	[TN]	[TX] X	[UT]	[VT]	[VA]	[WA]	[WV]	[WI]	[WY]	[PR]
Full N	lame (La	st name	e first, if in	ndividua	1)				***			1000 To 1000
Busin	ess or R	esidenc	e Addres	s (Num	ber and	Street, C	ity, State	e, Zip Co	de)			
Name	of Asso	ciated E	Broker or	Dealer								
State	s in Whic	h Perso	on Listed	Has So	licited or	Intends	to Solicit	Purchas	sers			
(Che	ck "All	States"	or check	k indivi	dual Sta	ates)		•		[] All Sta	ates
[AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[HI]	[ID]
[IL]	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	[MO]
[MT]	[NE]	[NV]	[NH]	[NJ]	[NM]	[NY]	[NC]	[ND]	[OH]	[OK]	[OR]	[PA]
[RI]	[SC]	[SD]	[TN]	[XT]	[UT]	[\T]	[VA]	[WA]	[WV]	[WI]	[WY]	[PR]
Full N	lame (La	st name	e first, if i	ndividua	i)							
Busir	ess or R	esidenc	e Addres	ss (Num	ber and	Street, C	ity, State	e, Zip Co	de)			
Name	e of Asso	ciated I	Broker or	Dealer								
State	s in Whic	ch Perso	on Listed	Has So	licited or	Intends	to Solici	Purcha	sers			
(Che	ck "All	States"	or checl	k indivi	dual Sta	ates)	•••••	•		[] All Sta	ates
[AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[HI]	[ID]
[IL]	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	[MO]
[MT]	[NE]	[NV]	[NH]	[NJ]	[NM]	[NY]	[NC]	[ND]	[OH]	[OK]	[OR]	[PA]
[RI]	[SC]	[SD]	[TN]	[XT]	[UT]	[VT]	[VA]	[AW]	[WV]	[WI]	[WY]	[PR]
<u></u>	(Use	blank	sheet, o	г сору а	and use	addition	al copie	s of this	s sheet,	as neces	ssary.)	
	C. OFF	ERING	PRICE,	NUMBE	R OF IN	IVESTOR	RS, EXP	ENSES .	AND US	E OF PR	OCEEDS	
offeri or "ze indica	ng and the ero." If the ate in the	ne total e transa columr	e offering amount a action is a ns below y exchan	already s an excha the amo	sold. Ent ange offe	er "0" if a ering, che	inswer is ock this b	s "none" oox " and				
									Offer \$	gregate ing Price	\$	nt Alread Sold
	Equity		X] Com			eferred	•••••	••••	\$2,025,	000	\$350,2	200

Answer also in Appendix, Column 3, if filing under ULOE.

5

\$350,200

\$2,025,000

have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under <u>Rule 504</u> , indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."		
Accredited Investors Non-accredited Investors Total (for filings under Rule 504 only) Answer also in Appendix, Column 4, if filing under ULOE.	Number Investors 13	_\$350,200
3. If this filing is for an offering under <u>Rule 504</u> or <u>505</u> , enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C-Question 1.	,	
Type of offering	Type of Security	Dollar Amount Sold
Rule 505		\$
Regulation A		
Rule 504 Total		\$
4. a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate. Transfer Agent's Fees Printing and Engraving Costs Legal Fees Accounting Fees Engineering Fees Sales Commissions (specify finders' fees separately) Other Expenses (identify) Finder's fees up to a maximum of Total	[X [X [X [] [] [X	\$
b. Enter the difference between the aggregate offering price given in res - Question 1 and total expenses furnished in response to Part C - Quest difference is the "adjusted gross proceeds to the issuer."	on 4.a. This X	\$1,510,000

2. Enter the number of accredited and non-accredited investors who

Part C - Question 4.b above.		
	Payments to	
	Officers,	December To
	Directors, & Affiliates	Payments To Others
Salaries and fees		
Purchase of real estate		[]
Purchase of real estate	inon	•
and equipment		
Construction or leasing of plant buildings and facilit		[X] \$25,000
Acquisition of other businesses (including the value		
securities involved in this offering that may be use		[X] \$1,010,000
exchange for the assets or securities of another is pursuant to a merger)		
Repayment of indebtedness		211
Working capital	_	[]\$
Other (specify)Offering Consulting Fee to Boston		ι Ι Ψ
Other (specify)Onering Consulting Fee to Bosto	n Financiai	
of which Robert Bondono is sole owner. Mr. Bo	ndono is	
also an officer and director of Company.	[X] \$200,000	[]\$
Column Totals	[X] \$450,000	
Total Payments Listed (column totals added)	- -	1,510,000
The issuer has duly caused this notice to be signed by t	he undersigned duly authorized p	
notice is filed under Rule 505, the following signature co		
to the U.S. Securities and Exchange Commission, upon furnished by the issuer to any non-accredited investor p		
Turnioned by the local to dry hor additional investor p	arodant to paragraph (b)(2) or <u>rea</u>	
Issuer (Print or Type)	Signature	Date ,
		1212165
WorldWide Internet, Inc.	Jak Mul	1 1 22/05
Name of Signer (Print or Type)	Title of Signer (Print or Type)	
Jeffrey A Miller	President	
ATTENT	ION	
Intentional misstatements or omissions of fact c		ions. (See 18
U.S.C. 10	001.)	
E. STATE SIG	NATURE	
1. Is any party described in 17 CFR 230.262 presently s	subject to any of the disqualification	on Yes No
provisions of such rule?	•	162140
		[][X]

See Appendix, Column 5, for state response.

- 2. The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is filed, a notice on Form D (17 CFR 239,500) at such times as required by state law.
- 3. The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, information furnished by the issuer to offerees.
- 4. The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform limited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of establishing that these conditions have been satisfied.

The issuer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

Issuer (Print or Type)	Signature Date
WorldWide Internet, Inc.	7/22/0S
Name of Signer (Print or Type)	Title (Print or Type)
Jeffrey A Miller	President

Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

	APPENDIX												
1	2		3			4		5					
de die official de la company de la comp	Intend t to non-acc investors (Part B-l	credited in State			Type of investor and amount purchased in State (Part C-Item 2)				Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)				
State	Yes	No	Common \$2,025,000 All States	Number of Accredited Investors		Number of Non-Accredited Investors	Amount		No No				
AL						,							
AK		X		1	\$20,000				X				
AZ		X		2	\$50,200				X				
AR													
CA		X		3	\$75,000	·			X				
СО													

СТ					
DE				وريار والمستقد والمست	
DC					
FL	X	1	\$25,000		X
GA	X	1	\$30,000	<u> </u>	X
HI			,		
ID					
IL					
IN					
IA					
KS		·			
KY					
LA					
ME					
MD					
MA					
MI	X	1	\$25,000		X
MN					Х
MS					
МО					
MT					
NE					
NV	X	1	\$25,000		Х
NH					
NJ					
NM	X	1	\$25,000		Х
NY					
NC					
ND					
ОН	X	1	\$25,000		Х
ОК					
OR					
PA					
RI					
SC				,	
SD					
TN					
TX	X		\$50,000		Х

UT					
VT					
VA					
WA	,				
wv		V			
WI					
WY					
PR					